

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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In re:

BLOCKFI INC., *et al.*,Debtors.¹

Chapter 11

Case No. 22-19361 (MBK)

*Jointly Administered under a Confirmed Plan*²

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC. (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Wind-Down Debtors' service address is c/o M3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.

² On October 3, 2023, the Court entered an order confirming the Third Amended Joint Chapter 11 Plan of BlockFi Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Additional Technical Modifications). [Docket No. 1609]

**APPELLEE/WIND-DOWN DEBTORS' COUNTER-DESIGNATION
OF ADDITIONAL ITEMS TO BE INCLUDED IN RECORD ON APPEAL**

In accordance with Fed. R. Bankr. P. 8009(a)(2), Appellee BlockFi, Inc. (“Appellee”) respectfully submits the following counter-designation of additional items to be included on the record on appeal. Appellant George J. Gerro (“Appellant”) appeals from the September 10, 2024 Order of U.S. Bankruptcy Court for the District of New Jersey (Hon. Michael B. Kaplan, U.S.B.J.) [ECF No. 2389] overruling *Objections of George J. Gerro and John W. Van Tubergen and Approving Notice of Disputed Claims Reserve* [ECF No. 1431], to the extent that it authorizes a Zero (\$0) disputed claim reserve for the claim of Appellant Gerro and overrules Appellant’s *Objection to Debtor BlockFi Lending LLC’s Request to Hold Zero (\$0) in Reserve for Gerro’s Claim that was pending appeal before the District Court of New Jersey, entitled In re BlockFi (Gerro v. BlockFi Lending LLC), Case No. 23-cv-18750* [ECF No. 2367], which appeal has been docketed on September 17, 2024, as *George J. Gerro v. BlockFi Inc., et al., (In re: BlockFi Inc., et al.)*, Case No. 3:24-cv-09238-ZNQ, in the U.S. District Court for the District of New Jersey [ECF No. 2394].

On September 24, 2024, along with his Statement of Issues, Appellant included his Designation of Record [ECF No. 2404].

**DESIGNATION OF ADDITIONAL ITEMS
TO BE INCLUDED IN RECORD ON APPEAL**

Appellee cross-designates the following items to be included in the record on appeal, including the relevant transcripts that have already been ordered and filed on the record of the Bankruptcy Court, as noted below:

Bankruptcy Court Docket No.	Filing Date	Description
17	11/28/22	Declaration Of Mark A. Renzi In Support Of Debtors' Chapter 11 Petitions And First-Day Motions
117	12/16/22	Notice Of Motion For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11 U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
121	12/19/22	Debtors' Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Honor Withdrawals From Wallet Accounts, (B) Update The User Interface To Properly Reflect Transactions And Assets As Of The Platform Pause, And (C) Conduct Ordinary Course Reconciliation Of Accounts, And (II) Granting Related Relief
173	12/30/22	Debtors' Response And Objection To Motion And Memorandum Of Law In Support Of Motion Of George J. Gerro For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11 U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
195	1/5/23	George J. Gerro's Reply And Response To Debtors' Objection To Motion Of George J. Gerro For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11 U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
204	1/6/23	Declaration Of Richard Kanowitz In Support Of Debtors' Response And Objection To Motion And Memorandum Of Law In Support of Motion Of George J. Gerro For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11 U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
205	1/6/23	Debtors' Sur-Reply To George J. Gerro's Reply And To Debtors' Objection To Motion And Memorandum Of Law In Support Of Motion Of George J. Gerro For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11 U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
230	1/10/23	Transcript of Hearing Held 1/9/23
238	1/11/23	Order Denying Motion Of George J. Gerro For Entry Of An Order (I) Granting Partial Relief From The Automatic Stay (11

Bankruptcy Court Docket No.	Filing Date	Description
		U.S.C. §§ 362(d)(1)) And Discharge Injunction (11 U.S.C. § 524(a)) With Respect To Certain Non-Core Proceedings; And (II) Extending Time To File A Proof Of Claim (F.R.B.P. 3003(c)(3))
609	3/13/23	Order Granting Debtors' Motion For Entry Of An Order (A) Approving The (I) Omnibus Claims Objection Procedures And Form Of Notice, (II) Omnibus Substantive Claims Objections, And (III) Satisfaction Procedures And Form Of Notice, (B) Waiving Bankruptcy Rule 3007(E), And (C) Granting Related Relief
822	5/2/23	Amended Declaration Of Amit Cheela, Chief Financial Officer Of BlockFi Inc., In Support Of The Debtors' Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Honor Withdrawals From Wallet Accounts, (B) Update The User Interface To Properly Reflect Transactions And Assets As Of The Platform Pause, And (C) Conduct Ordinary Course Reconciliation Of Accounts, And (II) Granting Related Relief
842	5/7/23	Stipulated Facts As To Wallet Motion
853	5/9/23	Transcript Of Hearing Held 5/8/23
871	5/12/23	Transcript Of Hearing Held 5/11/23
923	5/27/23	Order (I) Authorizing The Debtors To (A) Honor Withdrawals From Wallet Accounts, (B) Update The User Interface To Properly Reflect Transactions And Assets As Of The Platform Pause, And (C) Conduct Ordinary Course Reconciliation Of Accounts, And (II) Granting Related Relief
1069	6/14/23	Notice Of Debtors' Fourth Omnibus Objection To Certain Claims (duplicates, books and records, debtor not liable)
1149	7/4/23	Affidavit Of Service
1192	7/13/23	Response Of George J. Gerro To Debtors' Fourth Omnibus Objection To Certain Claims; And Cross-Motion Of George J. Gerro For An Order Temporarily Allowing Claim No. 12386 Pursuant To F.R.B.P. Rule 3018(a) For The Sole Purpose Of Voting On A Chapter 11 Plan
1289	7/27/23	Notice Of Motion Of Creditor George J. Gerro For An Order Temporarily Allowing Claim No. 12386 Pursuant To F.R.B.P. Rule 3018(a) For The Sole Purpose Of Voting On A Chapter 11 Plan
1306	8/2/23	Order (I) Conditionally Approving The Adequacy Of The Disclosure Statement, (II) Approving The Solicitation And Notice Procedures, (III) Approving The Forms Of Ballots And Notices In Connection Therewith, And (IV) Scheduling Certain Dates With Respect Thereto

Bankruptcy Court Docket No.	Filing Date	Description
1309	8/3/23	Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant To Chapter 11 Of The Bankruptcy Code
1310	8/3/23	Disclosure Statement Relating to the Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant To Chapter 11 Of The Bankruptcy Code
1333	8/9/23	Proof Of Publication
1341	8/10/23	Debtors' Reply To George J. Gerro's Response To Debtors' Fourth Omnibus Objection To Certain Claims (duplicates, books and records, debtor not liable)
1369	8/18/23	Transcript Of Hearing Held 8/17/23
1386	8/22/23	Affidavit Of Service
1420	8/29/23	Memorandum Decision
1431	8/30/23	Order Granting Debtors' Fourth Omnibus Objection To Certain Claims (duplicates, books and records, debtor not liable) And Denying Gerro's Motion To Estimate
1453	9/7/23	Notice Of Appeal To District Court
1540	9/20/23	Appellant George J. Gerro's Statement Of Issues On Appeal And Designation Of Items To Be Included In The Record On Appeal As To Appellant George J. Gerro's Notice Of Appeal (Docket No. 1453) From An Order Disallowing Proof Of Claim Number 12386 (Docket No. 1431)
1573	9/22/23	Affidavit Of Service Of Solicitation Materials
1607	9/25/23	Declaration Of James Daloia Of Kroll Restructuring Administration LLC Regarding The Solicitation And Tabulation Of Votes On The Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant To Chapter 11 Of The Bankruptcy Code
1609	9/25/23	Notice Of Filing Of Additional Technical Modifications To Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant to Chapter 11 Of The Bankruptcy Code
1621	9/28/23	Transcript Of Hearing Held 9/26/23
1659	10/4/23	Debtors-Appellees' Counter-Designation Of Additional Items To Be Included In Record On Appeal
1660	10/3/23	Revised Finding Of Fact, Conclusions Of Law, And Order (I) Approving The Disclosure Statement Relating To The Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant To Chapter 11 Of The Bankruptcy Code On A Final Basis And (II) Confirming The Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates

Bankruptcy Court Docket No.	Filing Date	Description
		Pursuant To Chapter 11 Of The Bankruptcy Code (Additional Technical Modifications)
1744	10/17/23	Affidavit Of Service
1788	10/24/23	Notice Of (I) Entry Of The Order (A) Approving The Disclosure Statement On A Final Basis And (B) Confirming The Third Amended Joint Chapter 11 Plan Of BlockFi Inc. And Its Debtor Affiliates Pursuant To Chapter 11 Of The Bankruptcy Code (Additional Technical Modifications) And (II) Occurrence Of The Effective Date
1858	11/8/23	Transcript Of Hearing Held 11/6/23
2357	7/22/24	Plan Administrator's Third Status Report To Creditor And Announcement Of Planned 100% Distribution On Customer Claims
2364	8/9/24	Notice Of Disputed Claims Reserve
2367	8/15/24	George J. Gerro's Objection to Debtor BlockFi Lending LLC's Request to Hold Zero Dollars (\$0) in Reserve for Gerro's Claim Currently Pending Appeal Before the United States Federal Court for the District of New Jersey, Entitled <i>In re BlockFi (Gerro v. BlockFi Lending LLC)</i> Case No. 23-CV-18740
2377	8/23/24	Wind-Down Debtors' Omnibus Response to Objections to Notice of Disputed Claims Reserve
2381	9/3/24	District Court Letter Order
2382	9/3/24	Notice Of Appeal To United States Court Of Appeals For The Third Circuit
2385	9/6/24	Full Transcript Of Hearing Held 9/4/24
2389	9/10/24	Order Overruling Objections Of George J. Gerro And John. W. Tubergen And Approving Notice Of Disputed Claims Reserve
2394	9/16/24	Notice Of Appeal To District Court

District Court Appeal ³ Docket No.	Filing Date	Description
4	10/26/23	Letter and Brief of Appellant George Gerro
7	11/22/23	Brief of Appellee BlockFi Inc.

³ In reference to *George J. Gerro v. BlockFi Inc., et al., (In re: BlockFi Inc., et al.)*, Case No. 3:23-cv-18740-ZNQ (D.N.J. filed Sept. 8, 2023).

9	12/6/23	Reply Brief of Appellant George Gerro
11	8/30/24	Letter Order Dismissing Appeal
12	9/3/24	Notice of Appeal by Appellant George Gerro

Third Circuit Appeal⁴ Docket No.	Filing Date	Description
4	9/9/24	Motion Filed by Appellant George Gerro to Stay a Final District Court Order Pending Appeal
9	9/11/24	Response filed by Appellee BlockFi Inc to Motion for Stay
11	9/12/24	Reply by Appellant George Gerro to Response to Motion for Stay
12	9/12/2024	Order Denying Gerro's Motion For Stay Pending Appeal

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⁴ In reference to *George J. Gerro v. BlockFi Inc., et al.*, (*In re: BlockFi Inc., et al.*), Case No. 24-2637 (3rd Cir., filed Sept. 5, 2024).

RESERVATION

Appellee reserves the right to amend, modify, and/or supplement the foregoing Counter-Designation.

Dated: October 8, 2024

Respectfully submitted,

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